



Entered on Docket
February 02, 2007

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

3993 Howard Hughes Parkway, Suite 600
Las Vegas, NV 89169-5996
Facsimile (702) 949-8321
Telephone (702) 949-8320

Susan M. Freeman AZ State Bar No. 004199
Email: sfreeman@lrlaw.com
Rob Charles NV State Bar No. 006593
Email: rcharles@lrlaw.com

Attorneys for Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In Re:

**USA Commercial Mortgage Company
06-10725 – Lead Case**

**USA Capital Realty Advisors, LLC
06-10726**

**USA Capital Diversified Trust Deed Fund,
LLC
06-10727**

**USA Capital First Trust Deed Fund, LLC
06-10728**

**USA Securities, LLC
06-10729**

Debtors.

Jointly Administered

Chapter 11 Cases

Judge Linda B. Riegle Presiding

Date: January 31, 2007

Time: 9:30 a.m.

Affecting:

☐ All Cases

or Only:

☒ USA Commercial Mortgage Company

☐ USA Capital Realty Advisors, LLC

☐ USA Capital Diversified Trust Deed Fund,
LLC

☐ USA Capital First Trust Deed Fund, LLC

☐ USA Securities, LLC

ORDER APPROVING APPLICATION PURSUANT TO FED. R. BANKR. P. 2014(a) FOR ORDER UNDER SECTION 1103 OF THE BANKRUPTCY CODE AUTHORIZING THE EMPLOYMENT AND RETENTION OF DIAMOND McCARTHY TAYLOR FINLEY & LEE, LLP AS SPECIAL LITIGATION COUNSEL TO THE OFFICIAL UNSECURED CREDITORS' COMMITTEE FOR USA COMMERCIAL MORTGAGE COMPANY

This Court having considered the Application Pursuant To Fed. R. Bankr. P. 2014(A) For Order Under § 1103 of the Bankruptcy Code Authorizing the Employment and Retention of Diamond McCarthy Taylor Finley & Lee, LLP ("Diamond") as Special Litigation Counsel to the Official Unsecured Creditors' Committee For USA Commercial Mortgage Company (the "Diamond Application"), as filed by the Official Unsecured Creditors' Committee for USA Commercial Mortgage Company (the "Committee"), being represented by Lewis and Roca LLP at the hearing noted above; other appearances having been made upon the record; the Diamond Application having been noticed to the limited service list and parties in interest pursuant to the Court's previous orders; the pleadings, papers and record on file in this matter; the Court having considered any objections filed in opposition to the Application, and it appearing to the Court that the Diamond firm attorneys and paraprofessionals are disinterested persons who do not hold or represent an interest adverse to the Debtors' estates in the matters upon which they are to be engaged, and that their employment for the purposes set forth in the Diamond Application is in the best interest of the Committee, and good cause appearing therefore,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that the Diamond Application is granted, and the Committee is authorized to employ Diamond as its special litigation counsel herein on the terms set forth in the Diamond Application, and any further order the Court may issue, effective as of January 12, 2007.

<p>1 RESPECTFULLY SUBMITTED BY:</p> <p>2 LEWIS AND ROCA LLP</p> <p>3 By: <u>/s/ RC (#0006593)</u></p> <p>4 Susan M. Freeman</p> <p>5 Rob Charles</p> <p>6 <i>Attorneys for the Unsecured Creditors</i> <i>Committee for USA Commercial</i> <i>Mortgage Company</i></p>	<p>APPROVED/DISAPPROVED:</p> <p>OFFICE OF THE U.S. TRUSTEE</p> <p>By: <u>s/ August B. Landis</u></p> <p>August B. Landis</p> <p>Scott A. Farrow</p> <p>300 Las Vegas Blvd., Suite 4300</p> <p>Las Vegas, NV 89101</p>
<p>7 APPROVED/DISAPPROVED:</p> <p>8 GORDON & SILVER, LTD</p> <p>9 By: <u>s/ Gregory E. Garman</u></p> <p>10 Gerald M. Gordon</p> <p>11 Gregory E. Garman</p> <p>12 3960 Howard Hughes Parkway, 9th Fl</p> <p>13 Las Vegas, NV 89109</p>	<p>APPROVED/DISAPPROVED:</p> <p>STUTMAN TREISTER & GLATT, PC</p> <p>By: <u>s/ Eve H. Karasik</u></p> <p>Frank A. Merola</p> <p>Eve H. Karasik</p> <p>Christine Pajak</p> <p>1901 Avenue of the Stars, 12th Floor</p> <p>Los Angeles, CA 90067</p>
<p>14 APPROVED/DISAPPROVED:</p> <p>15 RAY QUINNEY & NEBEKER PC</p> <p>16 By: <u>s/ Steven C. Strong</u></p> <p>17 Annette W. Jarvis</p> <p>18 Douglas M. Monson</p> <p>19 Steven C. Strong</p> <p>36 South State Street, Suite 1400</p> <p>PO Box 45385</p> <p>Salt Lake City, UT 84145-0385</p>	<p>APPROVED/DISAPPROVED:</p> <p>ORRICK, HERRINGTON & SUTCLIFF, LLP</p> <p>By: <u>s/ Jeffrey Hermann</u></p> <p>Marc A. Levinson</p> <p>400 Capital Mall, Ste. 3000</p> <p>Sacramento, CA 95814-4497</p>

RULE 9021 DECLARATION

In accordance with Local Rule 9021, the undersigned certifies:

- ☐ The Court waived the requirements of LR 9021.
- ☒ I have delivered a copy of this proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and each has:
 - ☒ approved the form of this order;
 - ☐ Waived the right to review the order; and/or
 - ☐ Failed to file and serve papers in accordance with LR 9021(c); and the following have disapproved the form of the order: N/A
- ☐ No opposition was filed to the motion and no other party or counsel appeared at the hearing.

DATED January 31, 2007.

LEWIS AND ROCA LLP

By: /s/ RC (#0006593)
Susan M. Freeman
Rob Charles
*Attorneys for the Unsecured Creditor's
Committee for USA Commercial
Mortgage Company*